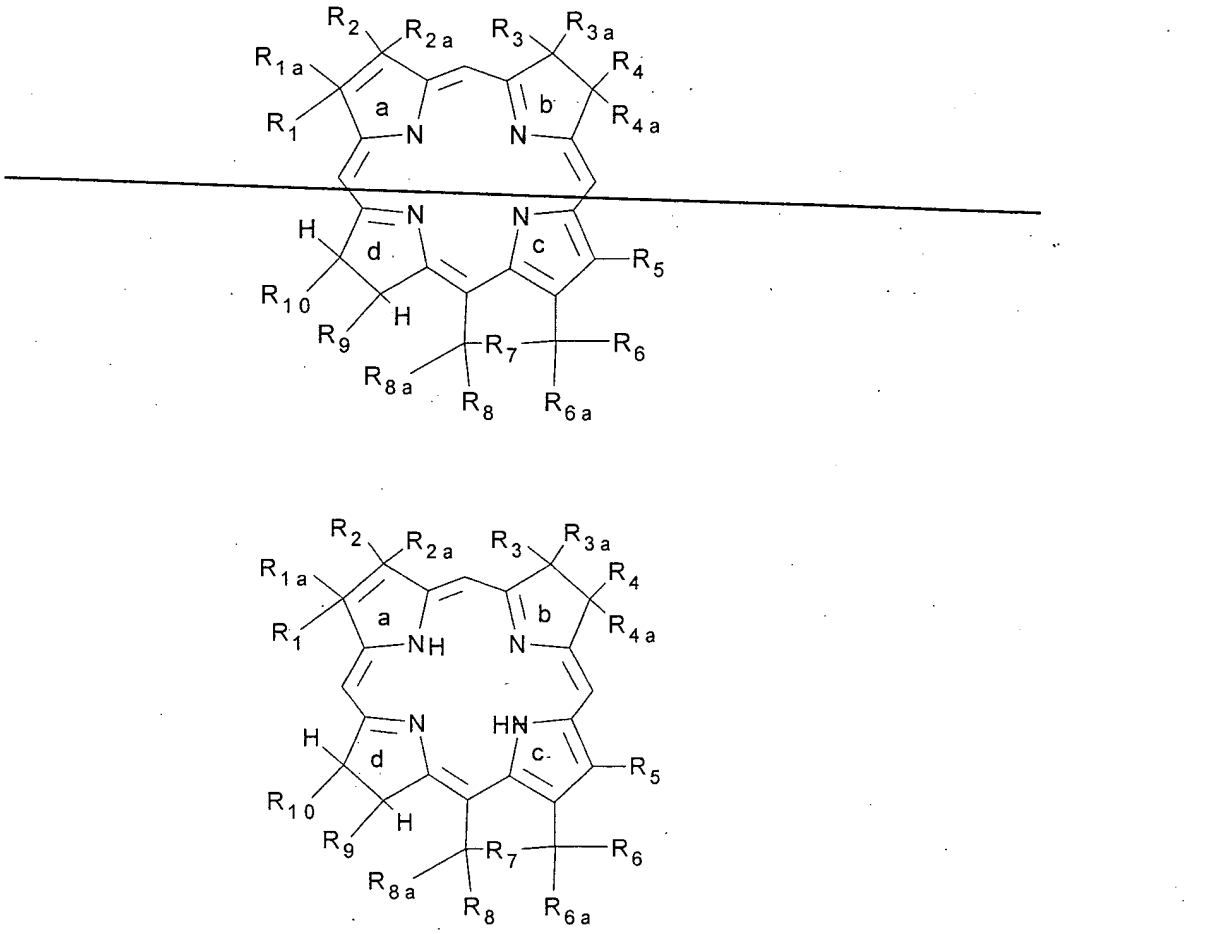
In The Claims

Please amend the claims as follows:

Claims 1-4 (cancelled)

Claim 5 (currently amended) A compound of the formula:



or a phamaceutically acceptable derivative thereof, wherein:

R_1 and R_2 are each independently substituted or unsubstituted alkyl, substituted or unsubstituted alkenyl, $-C(O)R_a$ or $-COOR_a$ or [[$-CH(CH_3)(OR)$ or $-CH(CH_3)(O(CH_2)_nXR)$]] $-CH(CH_3)(OR_a)$ or $-CH(CH_3)(O(CH_2)_nXR_a)$ where R_a is hydrogen, substituted or unsubstituted alkyl, substituted or unsubstituted alkenyl, substituted or unsubstituted alkynyl, or substituted or unsubstituted cycloalkyl ~~where R_2 may be $CH=CH_2$, $CH(OR_{20})CH_3$, C(O)Me, $C(=NR_{21})CH_3$ or $CH(NHR_{21})CH_3$~~ ; where R_2 may be $-CH=CH_2$, $-CH(OR_{20})CH_3$, -C(O)Me, $-C(=NR_{21})CH_3$ or $-CH(NHR_{21})CH_3$

where X is an aryl or heteroaryl group;

n is an integer of 0 to 6;

~~R and R'~~

where R_{20} is methyl, butyl, heptyl, docecyl or 3,5-bis(trifluoromethyl)-benzyl; and

R_{21} is 3,5,-bis(trifluoromethyl)benzyl;

R_{1a} and R_{2a} are each independently hydrogen or substituted or unsubstituted alkyl, or together form a covalent bond;

R_3 and R_4 are each independently hydrogen or substituted or unsubstituted alkyl;

R_{3a} and R_{4a} are each independently hydrogen or substituted or unsubstituted alkyl, or together form a covalent bond;

R_5 is hydrogen or substituted or unsubstituted alkyl;

R_6 and R_{6a} are each independently hydrogen or substituted or unsubstituted alkyl, or together form =O;

R_7 is a covalent bond, alkylene, azaalkyl, or azaaraalkyl or $=NR_{20}$ where R_{20} is 3,5-bis(tri-fluoromethyl)benzyl or $-CH_2X-R^1$ or $-YR^1$ where Y is an aryl or heteroaryl group;

R_8 and R_{8a} are each independently hydrogen or substituted or unsubstituted alkyl or together form =O;

R_9 and R_{10} are each independently hydrogen, or substituted or unsubstituted alkyl and R_9 may be $-CH_2CH_2COOR^2$ where R^2 is an alkyl group that may optionally substituted with one or more fluorine atoms;

each of R_1-R_{10}, when substituted, is substituted with one or more substituents each independently selected from Q, where Q is alkyl, haloalkyl, halo, pseudohalo, or $-COOR_b$ where R_b is hydrogen, alkyl, alkenyl, alkynyl, cycloalkyl, ~~or~~ aryl, heteroaryl, araalkyl, or OR_c where R_c is hydrogen, alkyl, alkenyl, alkynyl, cycloalkyl, or aryl or $CONR_dR_e$ where R_d and R_e are each independently hydrogen, alkyl, alkenyl, alkynyl, cycloalkyl, or aryl, or NR_fR_g where R_f and R_g are each independently hydrogen, alkyl, alkenyl, alkynyl, cycloalkyl, or aryl, or $=NR_h$ where R_h is hydrogen, alkyl, alkenyl, alkynyl, cycloalkyl, or aryl, or is an amino acid residue;

each Q is independently unsubstituted or is substituted with one or more substituents each independently selected from Q_1, where Q_1 is alkyl, haloalkyl, halo, pseudohalo, or $-COOR_b$ where R_b is hydrogen, alkyl, alkenyl, alkynyl, cycloalkyl, ~~or~~ aryl, heteroaryl, araalkyl, or OR_c where R_c is hydrogen, alkyl, alkenyl, alkynyl, cycloalkyl, or aryl or $CONR_dR_e$ where R_d and R_e are each independently hydrogen, alkyl, alkenyl, alkynyl, cycloalkyl, or aryl, or NR_fR_g where R_f and R_g are each independently hydrogen, alkyl, alkenyl, alkynyl, cycloalkyl, or aryl, or $=NR_h$ where R_h is hydrogen, alkyl, alkenyl, alkynyl, cycloalkyl, or aryl, or is an amino acid residue. ;

with the proviso that the compound contains at least one fluorine atom in at least one 3,5,-bis(trifluoromethyl)benzyl group or in at least one R, R^1, or R^2 group.

Claims 6-7 (cancelled)

Claim 8 (previously presented). The compound of claim 5 wherein:

R_1 is methyl;

R_{1a} and R_{2a} together form a covalent bond;

R_3 is methyl;

R_4 is ethyl;

R_{3a} and R_{4a} are each independently hydrogen, or together form a covalent bond;

R_5 is methyl;

R_9 is CH_2CH_2COOH or CH_2CH_2COOMe;

R_{10} is methyl.

Claim 9 (previously presented) The compound of claim 5, wherein:

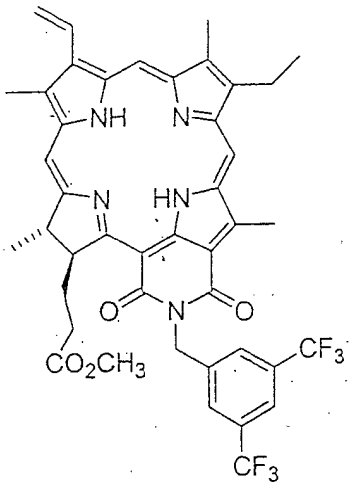
R_2 is $CH=CH_2$, $CH(OR_{20})CH_3$, $C(O)Me$, $C(=NR_{21})CH_3$ or $CH(NHR_{21})CH_3$;

where R_{20} is methyl, butyl, heptyl, dodecyl or 3,5-bis(trifluoromethyl)-benzyl; and

R_{21} is 3,5-bis(trifluoromethyl)benzyl.

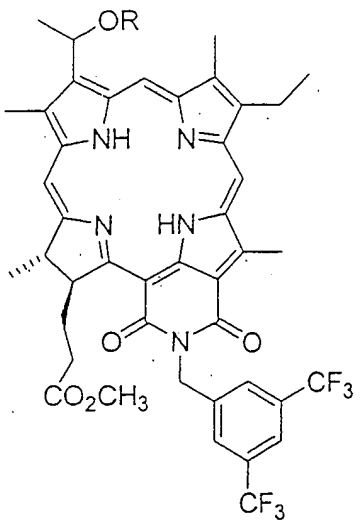
Claim 10 (cancelled)

Claim 11 (previously presented) The compound of claim 5 having the formula:



or a pharmaceutically acceptable derivative thereof.

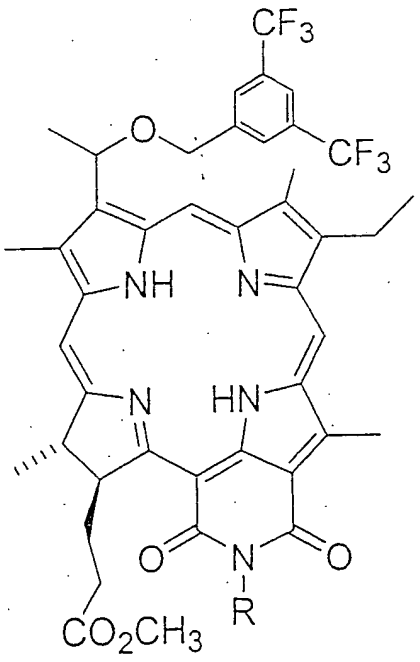
Claim 12 (previously presented) The compound of claim 5 having the formula:



or a pharmaceutically acceptable derivative thereof, wherein:

R is methyl, butyl, heptyl or dodecyl.

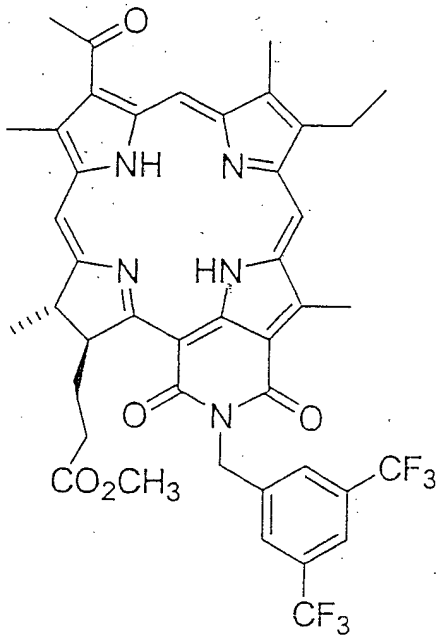
Claim 13 (previously presented) The compound of claim 5 having the formula:



or a pharmaceutically acceptable derivative thereof, wherein:

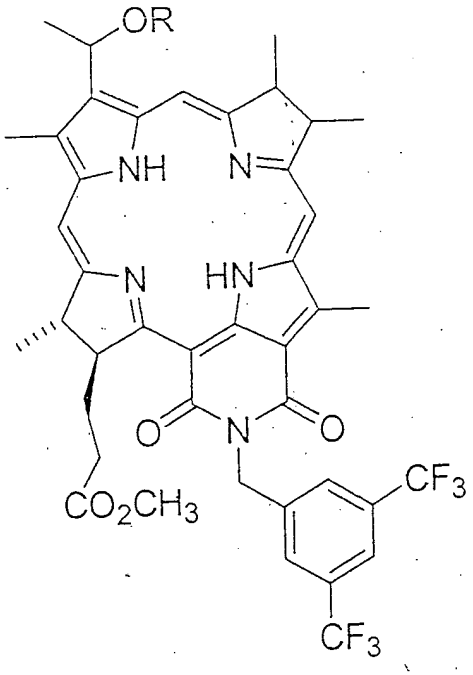
R is methyl, butyl, heptyl or dodecyl.

Claim 14 (previously presented) The compound of claim 5 having the formula:



or a pharmaceutically acceptable derivative thereof.

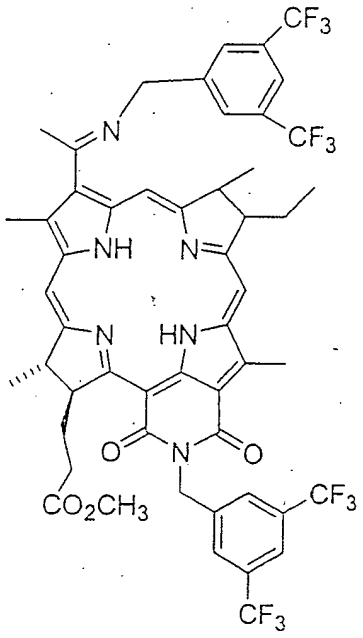
Claim 15 (previously presented) The compound of claim 5 having the formula:



or a pharmaceutically acceptable derivative thereof, wherein:

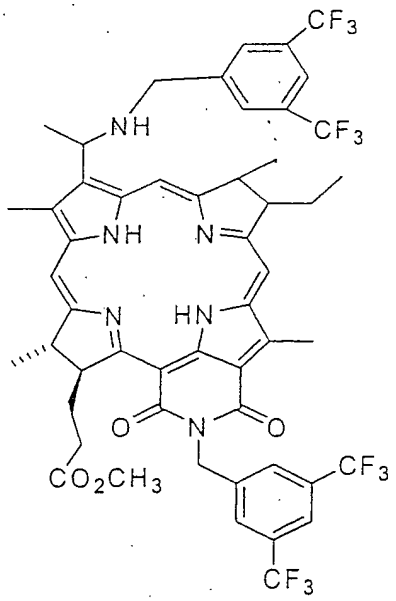
R is methyl, butyl, heptyl or dodecyl.

Claim 16 (previously presented) The compound of claim 5 having the formula:



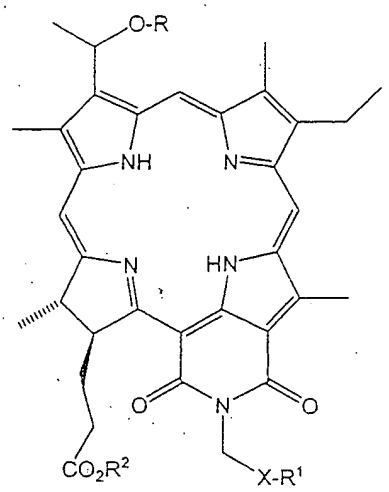
or a pharmaceutically acceptable derivative thereof.

Claim 17 (previously presented) The compound of claim 5 having the formula:



or a pharmaceutically acceptable derivative thereof.

Claim 18 (previously presented) The compound of claim 5 having the formula:



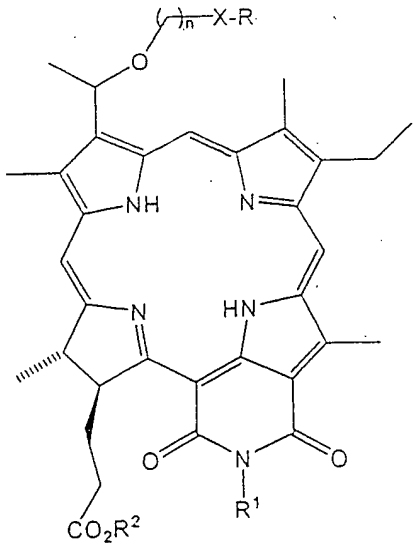
or a pharmaceutically acceptable derivative thereof, wherein:

X is an aryl or heteroaryl group;

R and R^1 are each independently alkyl, aryl, or heteroaryl groups having 1 – 20 carbon atoms, wherein at least one of R and R^1 is substituted with at least one fluorine atom; and

R^2 is an alkyl group, optionally substituted with one or more fluorine atoms.

Claim 19 (previously presented) The compound of claim 5 having the formula:



or a pharmaceutically acceptable derivative thereof, wherein:

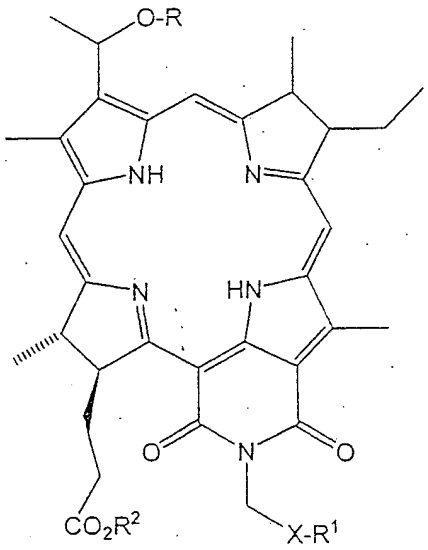
X is an aryl or heteroaryl group;

n is an integer from 0 to 6;

R and R^1 are each independently alkyl, aryl, or heteroaryl groups having 1 – 20 carbon atoms, wherein at least one of R and R^1 is substituted with at least one fluorine atom; and

R^2 is an alkyl group, optionally substituted with one or more fluorine atoms.

Claim 20 (previously presented) The compound of claim 5 having the formula



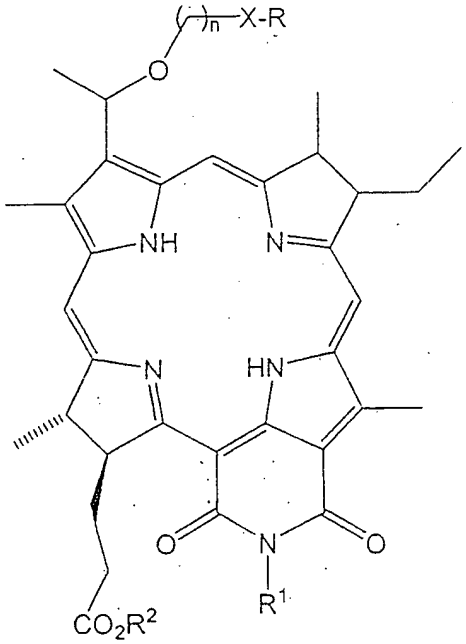
or a pharmaceutically acceptable derivative thereof, wherein:

X is an aryl or heteroaryl group;

R and R^1 are each independently alkyl, aryl, or heteroaryl groups having 1 – 20 carbon atoms, wherein at least one of R and R^1 is substituted with at least one fluorine atom; and

R^2 is an alkyl group, optionally substituted with one or more fluorine atoms.

Claim 21 (previously presented) The compound of claim 5 having the formula:



or a pharmaceutically acceptable derivative thereof, wherein:

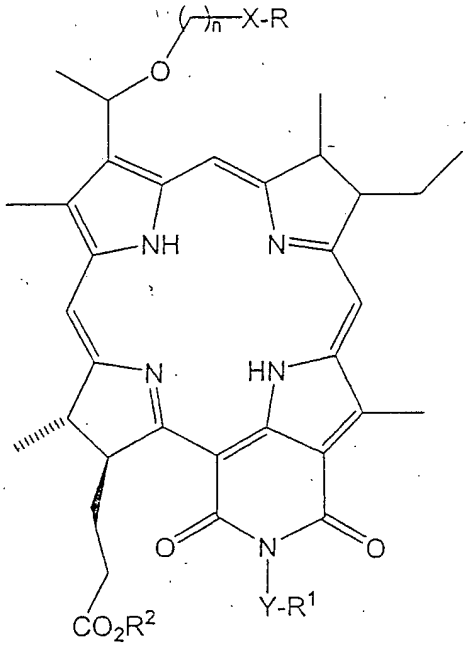
X is an aryl or heteroaryl group;

n is an integer from 0 to 6;

R and R^1 are each independently alkyl, aryl, or heteroaryl groups having 1 – 20 carbon atoms, wherein at least one of R and R^1 is substituted with at least one fluorine atom; and

R^2 is an alkyl group, optionally substituted with one or more fluorine atoms.

Claim 22 (previously presented) The compound of claim 5 having the formula:



or a pharmaceutically acceptable derivative thereof, wherein:

X and Y are each independently an aryl or heteroaryl group;

n is an integer from 0 to 6;

R and R^1 are each independently alkyl, aryl, or heteroaryl groups having 1 – 20 carbon atoms, wherein at least one of R and R^1 is substituted with at least one fluorine atom; and

R^2 is an alkyl group, optionally substituted with one or more fluorine atoms.

Claim 23 (previously presented)

A pharmaceutical composition, comprising a compound of claim 1 or a pharmaceutically acceptable derivative thereof in a pharmaceutically acceptable carrier.

Claims 24-121 (cancelled)

Claim 122 (previously presented) The compound of claim 17 or a pharmaceutically acceptable derivative thereof when used for the detection or treatment or both of hyperproliferative tissue.

Claim 123 (previously presented) The compound of claim 18 or a pharmaceutically acceptable derivative thereof when used for the detection or treatment or both of hyperproliferative tissue.

Claim 124 (previously presented) The compound of claim 19 or a pharmaceutically acceptable derivative thereof when used for the detection or treatment or both of hyperproliferative tissue.